

Fill in this information to identify the case:

Debtor name IPS Worldwide, LLCUnited States Bankruptcy Court for the: MIDDLE DISTRICT OF FLORIDACase number (if known) 6:19-bk-00511☒ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☒ Amended Schedule A/B
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other document that requires a declaration Amended Statement of Financial Affairs

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 8, 2019**X /s/ William Davies**

Signature of individual signing on behalf of debtor

William Davies

Printed name

President

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name IPS Worldwide, LLCUnited States Bankruptcy Court for the: MIDDLE DISTRICT OF FLORIDACase number (if known) 6:19-bk-00511☒ Check if this is an amended filing

Official Form 206A/B

Amended Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. **Checking, savings, money market, or financial brokerage accounts** (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. Bank of AmericaGeneral9587\$7,563.183.2. Bank of AmericaGeneral7431\$877.683.3. Bank of AmericaInvestment6453\$100,000.003.4. Bank of AmericaInvestment1445\$12,820.143.5. Bank of America (Brussels)General8033\$8,033.003.6. Chase BankInvestment6197\$276.50

Debtor IPS Worldwide, LLC
NameCase number (If known) 6:19-bk-00511

3.7.	<u>ITAU Bank</u>	<u>Operating</u>	<u>5340</u>	<u>\$11,707.34</u>
------	------------------	------------------	-------------	--------------------

3.8.	<u>Region's Bank</u>	<u>Operating</u>	<u>1563</u>	<u>\$250,750.55</u>
------	----------------------	------------------	-------------	---------------------

3.9.	<u>Region's Bank</u>	<u>Investment</u>	<u>0403</u>	<u>\$14,918.39</u>
------	----------------------	-------------------	-------------	--------------------

3.10	<u>Region's Bank</u>	<u>Investment</u>	<u>1588</u>	<u>\$10,221.94</u>
------	----------------------	-------------------	-------------	--------------------

3.11	<u>Wells Fargo</u>	<u>Operating</u>	<u>0356</u>	<u>\$273,171.36</u>
------	--------------------	------------------	-------------	---------------------

3.12	<u>PNC</u>	<u>Investment</u>	<u>4842</u>	<u>\$10,501.61</u>
------	------------	-------------------	-------------	--------------------

3.13	<u>Bank of America</u>	<u>General</u>	<u>0348</u>	<u>\$15,782.91</u>
------	------------------------	----------------	-------------	--------------------

4. **Other cash equivalents (Identify all)**5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$716,624.60**Part 2: Deposits and Prepayments**6. **Does the debtor have any deposits or prepayments?**

- ☒ No. Go to Part 3.
☐ Yes Fill in the information below.

Part 3: Accounts receivable10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less:	<u>696,694.71</u>	-	<u>0.00</u> =	<u>\$696,694.71</u>
	face amount		doubtful or uncollectible accounts	

11a. 90 days old or less:	<u>1,000,055.85</u>	-	<u>0.00</u> =	<u>\$1,000,055.85</u>
	face amount		doubtful or uncollectible accounts	

Debtor IPS Worldwide, LLC
NameCase number (if known) 6:19-bk-0051112. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$1,696,750.56**Part 4: Investments**13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture Misc. Office Furniture and fixtures in worldwide offices	Unknown		\$25,000.00
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software Misc. computer equipment and software	Unknown		Unknown

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$25,000.0044. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☒ No
☐ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

Debtor **IPS Worldwide, LLC**
NameCase number (if known) **6:19-bk-00511**

- ☐ No. Go to Part 9.
☒ Yes Fill in the information below.

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1.	<u>2014 Ford Flex</u>	<u>Unknown</u>	<u>Comparable sale</u>	<u>\$12,500.00</u>

48. **Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

49. **Aircraft and accessories**

50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$12,500.00

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

- ☒ No
☐ Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 9: Real property

54. **Does the debtor own or lease any real property?**

- ☒ No. Go to Part 10.
☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. **Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
☐ Yes Fill in the information below.

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☒ No. Go to Part 12.
☐ Yes Fill in the information below.

Debtor **IPS Worldwide, LLC**
NameCase number (if known) **6:19-bk-00511****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$716,624.60</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$1,696,750.56</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$25,000.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$12,500.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$2,450,875.16</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$2,450,875.16</u>

Fill in this information to identify the case:

Debtor name IPS Worldwide, LLCUnited States Bankruptcy Court for the: MIDDLE DISTRICT OF FLORIDACase number (if known) 6:19-bk-00511☒ Check if this is an amended filing

Official Form 207

Amended Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy 04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that applyGross revenue
(before deductions and exclusions)From the beginning of the fiscal year to filing date:
From 1/01/2019 to Filing Date☒ Operating a business
☐ Other _____\$692,431.42For prior year:
From 1/01/2018 to 12/31/2018☒ Operating a business
☐ Other _____\$8,641,360.00For year before that:
From 1/01/2017 to 12/31/2017☒ Operating a business
☐ Other _____\$7,014,710.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.☐ None.

Description of sources of revenue

Gross revenue from
each source
(before deductions and exclusions)For prior year:
From 1/01/2018 to 12/31/2018Interest Income\$76,838.00For prior year:
From 1/01/2018 to 12/31/2018Misc.\$184.00For year before that:
From 1/01/2017 to 12/31/2017Interest Income\$78,219.00For year before that:
From 1/01/2017 to 12/31/2017Misc.\$2,878.00

Debtor **IPS Worldwide, LLC**Case number (if known) **6:19-bk-00511****Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Debtor is compiling this information and will supplement this response accordingly

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

None, other than salary disclosed herein in response to question 30.

Dates

Total amount of value

Reasons for payment or transfer

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address

Describe of the Property

Date

Value of property

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address

Description of the action creditor took

Date action was taken

Amount taken

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.Case title
Case number

Nature of case

Court or agency's name and address

Status of case

7.1. Blue-Grace vs. Integrated
Supply Network and IPS
Worldwide, LLC.
18-CA-5461

Civil

Hillsborough County Clerk
of Court

☒ Pending
☐ On appeal
☐ Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions**

Debtor IPS Worldwide, LLCCase number (if known) 6:19-bk-00511

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	---	-------------	-------

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.			
List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).			

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. The Law Offices of Scott W. Spradley, P. P. O. Box 1 109 South 5th Street Flagler Beach, FL 32136	Attorney Fees paid prepetition for post petition retainer in the sum of \$45,000. The debtor also paid \$5000 prepetition for prepetition legal services, for a total paid of \$50,000 plus the filing fee.	1-24-19	\$45,000.00

Email or website address
scott@flaglerbeachlaw.com

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
-------------------------	-----------------------------------	---------------------------	-----------------------

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
-----------------------------------	--	------------------------	-----------------------

Debtor **IPS Worldwide, LLC**Case number (if known) **6:19-bk-00511**

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1	Steven Huntley Resource Logistics Group 10432 North Barnsley Drive Parkland, FL 33076	The debtor and Huntley intended to close a business transaction on or before the commencement of this case. The transaction is the subject of a motion to declare asset purchase agreement null and void filed by RLG on February 8, 2019.	1-25-19	Unknown
	Relationship to debtor former employee			
13.2	Mark E. Kennedy 628 River View Road Flagler Beach, FL 32136	lot located at 628 River View Road, Flagler Beach, FL 32136. Net sale proceeds were deposited into the Debtor's Regions Bank bank account	1-25-19	\$335,000.00
	Relationship to debtor none			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply**Address****Dates of occupancy
From-To****Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.**Facility name and address****Nature of the business operation, including type of services
the debtor provides****If debtor provides meals
and housing, number of
patients in debtor's care****Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**☐ No.☒ Yes. State the nature of the information collected and retained.**Customer name, address and tax identification number**

Does the debtor have a privacy policy about that information?

☒ No☐ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☒ No. Go to Part 10.☐ Yes. Does the debtor serve as plan administrator?

Debtor IPS Worldwide, LLCCase number (if known) 6:19-bk-00511**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
 Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address

Last 4 digits of account number

Type of account or instrument

Date account was closed, sold, moved, or transferred

Last balance before closing or transfer

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address

Names of anyone with access to it
Address

Description of the contents

Do you still have it?

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address

Names of anyone with access to it

Description of the contents

Do you still have it?

Sonny's Transfer Moving and Storage
 21 Pennsylvania Ave
 Cumberland, MD 21502

Bill Davies

Used Office Furniture

☐ No
☒ Yes

Orchard Oaks
 27 S Orchard St
 Ormond Beach, FL 32174

Bill Davies

Used Office Furniture

☐ No
☒ Yes
Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property. **NOTE: See Attached list of additional bank accounts supplementing those listed below**

☐ None

Owner's name and address
 Alcoa
 6603 West Broad Street
 Richmond, VA 23230

Location of the property
 Bank of America

Describe the property
 Bank Account ending in 7720

Value
 \$488,470.50

Owner's name and address
 Atkore International
 16100 S Lathrop Avenue
 Harvey, IL 60426

Location of the property
 Bank of America

Describe the property
 Bank Account ending in 4522

Value
 \$2,672.99

Owner's name and address
 Integrated Supply Network
 2727 Interstate Drive
 Lakeland, FL 33805

Location of the property
 Bank of America

Describe the property
 Bank Account ending in 5136

Value
 \$464,411.86

Debtor **IPS Worldwide, LLC**Case number (if known) **6:19-bk-00511**

Owner's name and address	Location of the property	Describe the property	Value
Stanley 1000 Stanley Drive Concord, NC 28027	Bank of America	Bank Account ending in 6533	\$0.00
Owner's name and address	Location of the property	Describe the property	Value
Gibraltar Industries 3556 Lake Shore Road Buffalo, NY 14201	Bank of America	Bank Account ending in 6546	\$319,789.51
Owner's name and address	Location of the property	Describe the property	Value
Rexnord 4701 W. Greenfield Avenue Milwaukee, WI 53214	Bank of America	Bank Account ending in 7023	\$5,501,041.10
Owner's name and address	Location of the property	Describe the property	Value
YRC Freight 10990 Roe Avenue Overland Park, KS 66211	Bank of America	Bank Account ending in 1819	\$2,914,778.16
Owner's name and address	Location of the property	Describe the property	Value
ComData	Bank of America	Bank Account ending in 0066	\$70,541.96
Owner's name and address	Location of the property	Describe the property	Value
Watlow 12001 Lackland Road Saint Louis, MO 63146	Bank of America	Bank Account ending in 2296	\$377,338.23
Owner's name and address	Location of the property	Describe the property	Value
Zekelman Industries 900 Haddon Avenue Collingswood, NJ 08108-9200	Bank of America	Bank Account ending in 4797	\$873,375.96
Owner's name and address	Location of the property	Describe the property	Value
NuVasive, Inc. c/o Edwin Rice Bradley Arant Boult Cummings 100 N. Tampa St., Ste 2200 Tampa, FL 33602	Bank of America	Bank Account ending in 5650	\$155,825.56
Owner's name and address	Location of the property	Describe the property	Value
Sheboygan Paint 608 Canal Street Cedartown, GA 30125	Bank of America	Bank Account ending in 5663	\$7,913.05
Owner's name and address	Location of the property	Describe the property	Value
Laticrete International 1 Laticrete Park North Bethany, CT 06524	Bank of America	Bank Account ending in 2633	\$769,375.51
Owner's name and address	Location of the property	Describe the property	Value
Neogen 620 Leshner Place Lansing, MI 48912	Bank of America	Bank Account ending in 2646	\$326,425.11
Owner's name and address	Location of the property	Describe the property	Value
Wabash National 3233 Kossuth Street Lafayette, IN 47905	Bank of America	Bank Account ending in 2659	\$20,513.70

Debtor IPS Worldwide, LLCCase number (if known) 6:19-bk-00511

Owner's name and address	Location of the property	Describe the property	Value
Fluidigm 7000 Shoreline Court Suite 100 South San Francisco, CA 94080	Bank of America	Bank Account ending in 2675	\$81,923.37
Owner's name and address	Location of the property	Describe the property	Value
Synchrony Financial 170 Election Road Stamford, CT 06927	Bank of America	Bank Account ending in 2688	\$81,923.37
Owner's name and address	Location of the property	Describe the property	Value
General Electric Int'l 4211 Metro Parkway Fort Myers, FL 33916	Bank of America	Bank Account ending in 2691	\$4,253,499.18
Owner's name and address	Location of the property	Describe the property	Value
Gilbraltar Industries 3556 Lake Shore Road Buffalo, NY 14201	Wilmington Trust	Bank Account ending in 0969	\$1,014,113.32
Owner's name and address	Location of the property	Describe the property	Value
Alcoa 6603 West Broad Street Richmond, VA 23230	Bank of America	Bank Account ending in 0348	\$15,782.91
Owner's name and address	Location of the property	Describe the property	Value
Arcelor Mittal 3001 Dickey Road East Chicago, KS 66211	Bank of America	Bank Account ending in 5585	\$990,015.76
Owner's name and address	Location of the property	Describe the property	Value
Bio-Rad Laboratories 1000 Alfred Nobel Drive Hercules, CA 94547	Bank of America	Bank Account ending in 7088	\$493,521.77

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.**Report all notices, releases, and proceedings known, regardless of when they occurred.****22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	-------------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Debtor **IPS Worldwide, LLC**Case number (if known) **6:19-bk-00511****Site name and address****Governmental unit name and address****Environmental law, if known****Date of notice****24. Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.
☐ Yes. Provide details below.

Site name and address**Governmental unit name and address****Environmental law, if known****Date of notice****Part 13: Details About the Debtor's Business or Connections to Any Business****25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address**Describe the nature of the business****Employer identification number**

Do not include Social Security number or ITIN.

25.1. **ExFreight Zeta, LLC**
2290 10th Avenue
Suite 501
Lake Worth, FL 33461

The business is a shipping
 company of which the debtor
 owns 51%.

Dates business existed**EIN: 26-2968390****From-To 10-16-17 to present****26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address**Date of service****From-To**

26a.1. **Klayer & Associates**
1275 W. Granada Blvd
Suite 4C
Ormond Beach, FL 32174

2016 to present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address**If any books of account and records are unavailable, explain why**

26c.1. **Klayer & Associates**
1275 W. Granada Blvd
Suite 4C
Ormond Beach, FL 32174

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

Debtor **IPS Worldwide, LLC**Case number (if known) **6:19-bk-00511**

- ☒ No
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Bill Davies	265 Clyde Morris Blvd, Ste 100 Ormond Beach, FL 32174	Managing Member	67%
Michael McNett	265 Clyde Morris Blvd, Ste 100 Ormond Beach, FL 32174	Vice President	22%
Jacques McNett	265 Clyde Morris Blvd, Ste 100 Ormond Beach, FL 32174	Vice President	11%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1		1/30/18, 2/20/18, 3/29/18, 4/27/18, 5/15/18, 6/01/18, 6/29/18, 7/25/18, 8/03/18, 8/30/18, 9/14/18, 9/28/18, 10/26/18, 11/30/18	
Bill Davies 265 Clyde Morris Blvd, Ste 100 Ormond Beach, FL 32174	\$210,000 total (\$15,000 per check)		Salary
Relationship to debtor Manager			

Debtor IPS Worldwide, LLCCase number (if known) 6:19-bk-00511

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.2		1/31/18, 2/05/18, 2/26/18, 4/27/18, 4/27/18, 6/01/18, 6/27/18, 7/17/18, 8/3/18, 8/30/18, 9/28/18, 10/26/18, 11/21/18, 12/13/18	
Michael McNett 265 Clyde Morris Blvd, Ste 100 Ormond Beach, FL 32174	\$168,000 total (\$12,000 per check)		Salary
Relationship to debtor Vice President			
30.3		1/31/18, 2/05/18, 3/29/18, 4/27/18, 5/15/18, 6/01/18, 6/29/18, 7/25/18, 8/03/18, 8/30/18, 9/14/18, 9/28/18, 10/26/18, 11/30/18	
Jacques McNett 265 Clyde Morris Blvd, Ste 100 Ormond Beach, FL 32174	\$168,000 total (\$12,000 per check)		Salary
Relationship to debtor Vice President			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

Debtor IPS Worldwide, LLCCase number (if known) 6:19-bk-00511**Part 14: Signature and Declaration**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 8, 2019

/s/ William Davies

Signature of individual signing on behalf of the debtor

William Davies

Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes